

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

BRAZOS ELECTRIC POWER  
COOPERATIVE, INC.,

Debtor.<sup>1</sup>

Chapter 11

Case No. 21-30725 (DRJ)

BRAZOS ELECTRIC POWER  
COOPERATIVE, INC., *et al.*,

Plaintiff / Plaintiff-Intervenors,

Adv. Proc. No. 21-03863 (DRJ)

v.

ELECTRIC RELIABILITY COUNCIL OF  
TEXAS, INC., *et al.*,

Defendant / Defendant-Intervenors.

**STIPULATED AND AGREED ORDER  
EXTENDING MEDIATION OUTSIDE DATE  
[Related to Adv. Dkt. Nos. 543, 549 558 & 592]**

**WHEREAS**, on March 25, 2022, the Court entered an order (the “Mediation Order”)<sup>2</sup> [Adv. Dkt. No. 543] appointing the Honorable Marvin Isgur, United States Bankruptcy Judge, as mediator in the above-captioned Adversary Proceeding;

**WHEREAS**, the Mediation Order provided, among other things, that the Mediation shall terminate on the earlier of (a) the date on which Judge Isgur determines that the Mediation has

---

<sup>1</sup> The Debtor in this chapter 11 case, along with the last four digits of its federal tax identification number is: Brazos Electric Power Cooperative, Inc. (4729). Additional information regarding this case may be obtained on the website of the Debtor’s claims and noticing agent at <http://cases.stretto.com/Brazos>. The Debtor’s address is 7616 Bagby Avenue, Waco, TX 76712.

<sup>2</sup> Capitalized terms used but not otherwise defined in this order shall have the meanings assigned to them in the Mediation Order, Second Mediation Order, Third Mediation Order, and Fourth Mediation Order, as applicable.

terminated or (b) April 25, 2022 (the “Mediation Outside Date”) unless the Mediation Outside Date is extended by (x) agreement of each of the Parties or (y) an order of the Court;

**WHEREAS**, on May 3, 2022, the Court entered an order (the “Second Mediation Order”) [Adv. Dkt. No. 549] extending the Mediation Outside Date through and including May 25, 2022 (the “Extended Mediation Outside Date”);

**WHEREAS**, on May 24, 2022, the Court entered an order (the “Third Mediation Order”) [Adv. Dkt. No. 558] extending the Extended Mediation Outside Date through and including June 13, 2022;

**WHEREAS**, on June 10, 2022, Judge Isgur presented his mediator proposal (the “Mediator Proposal”) to all the Parties participating in mediation; and

**WHEREAS**, on July 6, 2022, the Court entered an order (the “Fourth Mediation Order”) [Adv. Dk. No. 592] extending the Extended Mediation Outside Date through and including July 31, 2022.

Based on the forgoing and upon the request and agreement of the Parties, it is **HEREBY ORDERED** that:

1. The Mediation shall terminate on the date on which Judge Isgur determines that the Mediation has terminated (and advises the Parties of such determination); *provided, however*, that each of the Debtor and the Committee may terminate its participation in the Mediation by filing a notice on the Court’s docket informing the Parties that such party has terminated its participation in the Mediation.

2. During the Mediation, the Trial is abated. The Parties agree that Appellant’s Fifth Circuit brief will be due September 14, 2022. The Parties further agree to file a joint motion

requesting that the Fifth Circuit extend the deadline for Appellants to file their opening brief on the merits until September 14, 2022.

3. The Court retains jurisdiction in connection with this Order and all matters related thereto.

Submitted by:

<p><b>NORTON ROSE FULBRIGHT US LLP</b></p> <p>By: <u>/s/ Jason L. Boland</u>  Jason L. Boland (SBT 24040542)  Julie G. Harrison (SBT 24092434)  Maria Mokrzycka (SBT 24119994)  1301 McKinney Street, Suite 5100  Houston, Texas 77010  Telephone: (713) 651-5151  Facsimile: (713) 651-5246  Email: jason.boland@nortonrosefulbright.com  Email: julie.harrison@nortonrosefulbright.com  Email: maria.mokrzycka@nortonrosefulbright.com</p> <p>Paul Trahan (SBT 24003075)  98 San Jacinto Boulevard, Suite 1100  Austin, Texas 78701  Telephone: (512) 536 5288  Facsimile: (512) 536 4598  Email: paul.trahan@nortonrosefulbright.com</p> <p>James A. Copeland  1301 Avenue of the Americas  New York, New York 10019  Telephone: (212) 408-5471  Email: james.copeland@nortonrosefulbright.com</p> <p><i>Counsel for the Debtor and Debtor in Possession</i>  -and-</p> <p><b>O'MELVENY &amp; MYERS LLP</b></p> <p>Louis R. Strubeck, Jr. (SBT 19425600)  Nick Hendrix (SBT 24087708)  2501 North Harwood Street</p>	<p><b>MUNSCH HARDT KOPF &amp; HARR, P.C.</b></p> <p>By: <u>/s/ Jamil N. Alibhai</u>  Kevin M. Lippman  Texas Bar No. 00784479  klippman@munsch.com  Deborah Perry  Texas Bar No. 24002755  dperry@munsch.com  Jamil N. Alibhai  Texas Bar No. 00793248  jalibhai@munsch.com  Ross Parker  Texas State Bar No. 24007804  rparker@munsch.com  3800 Ross Tower  500 N. Akard Street  Dallas, Texas 75201-6659  Telephone: (214) 855-7500  Facsimile: (214) 855-7584</p> <p><i>Counsel for the Electric Reliability Council of Texas, Inc.</i></p> <p><b>KIRKLAND &amp; ELLIS LLP KIRKLAND &amp; ELLIS INTERNATIONAL LLP</b></p> <p>By: <u>/s/ Mark McKane</u>  David R. Seligman, P.C. (admitted <i>pro hac vice</i>)  300 North LaSalle Street  Chicago, Illinois 60654  Telephone: (312) 862-2000  Facsimile: (312) 862-2200  Email: david.seligman@kirkland.com</p>
-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Dallas, Texas 75201

Telephone: (972) 360-1925

Email: lstrubeck@omm.com

Email: nhendrix@omm.com

*Co-Counsel for the Debtor and Debtor in Possession*

-and-

**EVERSHEDS SUTHERLAND (US) LLP**

Lino Mendiola (SBT 00791248)

Michael Boldt (SBT 24064918)

One American Center

600 Congress Ave., Suite 2000

Austin, Texas 78701

Telephone: (512) 721-2700

Facsimile: (512) 721-2656

Email: linomendiola@eversheds-sutherland.us

Email: michaelboldt@eversheds-sutherland.us

*Special Counsel for the Debtor and Debtor in Possession*

**PORTER HEDGES LLP**

By: /s/ Jennifer Sharret

John F. Higgins (SBT 09597500)

Eric D. Wade (SBT 00794802)

Heather K. Hatfield (SBT 24050730)

M. Shane Johnson (SBT 24083263)

Megan Young-John (SBT 24088700)

1000 Main Street, 36th Floor

Houston, Texas 77002

Telephone: (713) 226-6000

Email: jhiggins@porterhedges.com

Email: ewade@porterhedges.com

Email: hhatfield@porterhedges.com

Email: sjohnson@porterhedges.com

Email: myoung-john@porterhedges.com

-and-

**KRAMER LEVIN NAFTALIS  
& FRANKEL LLP**

Thomas Moers Mayer (admitted *pro hac vice*)

Amy Caton (admitted *pro hac vice*)

Mark McKane, P.C. (admitted *pro hac vice*)

555 California Street

San Francisco, California 94104

Telephone: (415) 439-1400

Facsimile: (212) 439-1500

Email: mark.mckane@kirkland.com

Aparna Yenamandra (admitted *pro hac vice*)

601 Lexington Avenue

New York, New York 10022

Telephone: (212) 446-4800

Facsimile: (212) 446-4900

Email: aparna.yenamandra@kirkland.com

*Counsel for Calpine Corporation*

**SHEARMAN & STERLING LLP**

By: /s/ Ian E. Roberts

C. Luckey McDowell (SBT 24034565)

Ian E. Roberts (SBT 24056217)

2828 N. Harwood Street, Suite 1800

Dallas, Texas 75201

Telephone: (214) 403-0649

Email: luckey.mcdowell@shearman.com

Email: ian.roberts@shearman.com

Joel Moss (admitted *pro hac vice*)

535 Mission Street, 24th Floor

San Francisco, CA 94105

Telephone: (212) 848-4693

Email: joel.moss@shearman.com

Jonathan M. Dunworth (admitted *pro hac vice*)

599 Lexington Avenue

New York, NY 10022

Telephone: (212) 848-5288

Email: jonathan.dunworth@shearman.com

*Counsel for NRG Energy, Inc., ENGIE Energy Marketing NA, Inc., Talen Energy Supply, LLC, and NextEra Energy Marketing, LLC*

**HAYNES AND BOONE, LLP**

By: /s/ Patrick L. Hughes

Patrick L. Hughes (SBT 10227300)

David Trausch (SBT 24113513)

1221 McKinney, Suite 4000

Jennifer Sharret (admitted *pro hac vice*)  
 1177 Avenue of the Americas  
 New York, New York 10036  
 Telephone: (212) 715-9100  
 Facsimile: (212) 715-8000  
 Email: tmayer@kramerlevin.com  
 Email: acaton@kramerlevin.com  
 Email: jsharret@kramerlevin.com

*Counsel for the Official Committee of Unsecured Creditors*

**MCDERMOTT WILL & EMERY LLP**

By: /s/ Charles R. Gibbs  
 Charles R. Gibbs (SBT 7846300)  
 Eric Seitz (SBT 24067863)  
 Jane A. Gerber (SBT 24092416)  
 2501 North Harwood Street, Suite 1900  
 Dallas, Texas 75201  
 Telephone: (214) 295-8000  
 Facsimile: (972) 232-3098  
 Email: crgibbs@mwe.com  
 Email: eseitz@mwe.com  
 Email: jagerber@mwe.com  
*Counsel to Denton County Electric Cooperative, Inc., d/b/a CoServ Electric*

**BRACEWELL LLP**

By: /s/ Jason Cohen  
 Jason Cohen (SBT 24050435)  
 Nancy McEvily Davis (SBT 24078971)  
 711 Louisiana, Suite 2300  
 Houston, Texas 77002  
 Telephone: (713) 223-2300  
 Facsimile: (800) 404-3970  
 Email: jason.cohen@bracwell.com  
 Email: nancy.davis@bracwell.com

*Counsel for Mid-South Electric Cooperative Association*

Houston, Texas 77010  
 Tel: (713) 547-2000  
 Fax: (713) 547-2600  
 Email: patrick.hughes@haynesboone.com  
 Email: david.trausch@haynesboone.com  
*Counsel to South Texas Electric Cooperative, Inc.*

**ROSS & SMITH, PC**

By: /s/ Judith W. Ross  
 Judith W. Ross (SBT 21010670)  
 700 North Pearl Street, Suite 1610  
 Dallas, Texas 75201  
 Tel: (214) 377-8659  
 Email: judith.ross@judithwross.com

*Counsel to Tenaska Power Services Co.*

**HOLLAND & KNIGHT LLP**

By: /s/ Annapoorni R. Sankaran  
 Annapoorni R. Sankaran  
 TX Bar No. 24071918  
 1100 Louisiana Street, Suite 4300  
 Houston, Texas 77002  
 Telephone: (713) 821-7000  
 Facsimile: (713) 821-7001  
 Email: anna.sankaran@hklaw.com

*Counsel to Golden Spread Electric Cooperative, Inc.*

**FORSHEY & PROSTOK LLP**

By: /s/ Sarah Link Schultz  
J. Robert Forshey (SBT 07264200)  
Jeff P. Prostok (SBT 16352500)  
777 Main Street, Suite 1550  
Fort Worth, Texas 76102  
Telephone: (817) 877-8855  
Facsimile: (817) 877-4151  
Email: bforshey@forsheyprostok.com  
Email: jprostok@forsheyprostok.com

-and-

**AKIN GUMP STRAUSS HAUER & FELD LLP**

Sarah Link Schultz (SBT 24033047)  
2300 N. Field Street  
Suite 1800  
Dallas, Texas 75201  
Telephone: (214) 969-4367  
Facsimile: (214) 969-4343  
Email: sschultz@akingump.com

*Counsel for Tri-County Electric Cooperative, Inc.*

**BONDS ELLIS EPPICH SCHAFFER JONES  
LLP**

By: /s/ Joshua N. Eppich  
John Y. Bonds, III (SBT 02589100)  
Joshua N. Eppich (SBT 24050567)  
J. Robertson Clarke (SBT 24108098)  
420 Throckmorton Street, Suite 1000  
Fort Worth, Texas 76102  
Telephone: (817) 405-6900  
Facsimile: (817) 405-6902  
Email: john@bondellis.com  
Email: joshua@bondellis.com  
Email: robbie.clarke@bondellis.com

*Counsel for United Electric Cooperative Services,  
Inc. d/b/a United Cooperative Services*

**VINSON & ELKINS LLP**

By: /s/ Harry A. Perrin  
Harry A. Perrin (SBT 15796800)

Michael A. Garza  
(S.D. Tex. Fed. I.D. No. 3174861)  
Kiran Vakamudi (SBT 24106540)  
1001 Fannin Street, Suite 2500  
Houston, Texas 77002  
Telephone: (713) 758-2222  
Facsimile: (713) 758-2346  
Email: hperrin@velaw.com  
Email: mgarza@velaw.com  
Email: kvakamudi@velaw.com

Jordan W. Leu (SBT 24070139)  
2001 Ross Avenue, Suite 3900  
Dallas, Texas 75201  
Telephone: (214) 220-7700  
Facsimile: (214) 220-7716  
Email: jleu@velaw.com

*Counsel for the Ad Hoc Group of Member-Owner  
Distribution Cooperatives*